# CONTAINERWAY INTERNATIONAL LTD.

CIN: L60210WB1985PLC038478

Reg. Off.: 2A, Ganesh Chandra Avenue, Commerce House, 9thFloor, Room No.8A, Kolkata 700013; Corp Off: B-402, Rishi Apartments, Alaknanda, Kalkaji, New Delhi 110019; Email ID: containerwayinternational@gmail.com; Website: www.containerway.in; Contact: 011 – 26039925

**September 24, 2021** 

The General Manager Listing Operations, BSE Limited P.J.Tower, Dalal Street, Mumbai – 400001 Scrip Code: 531035 The General Manager Calcutta Stock Exchange 7, Lyons Range, Dalhousie Kolkata – 700001, west Bengal Scrip Code: 013081

<u>Subject: Voting Results and Outcome of 33<sup>rd</sup> Annual General Meeting of Containerway</u> International Limited for the Financial year 2020-21 held on September 24<sup>th</sup> 2021.

Dear Sir,

Pursuant to regulation 44(3) of SEBI (Listing obligation & Disclosure Requirements) Regulation 2015, we would like to inform you that the 33<sup>rd</sup> Annual General Meeting of the Company was held on Friday the 24<sup>th</sup> day of September 2021 at 11.00 A.M through OAVM (other audio video means) with requisite quorum and all the resolution proposed through the notice of the said AGM were duly passed. Please find attached herewith the combined voting results of E Voting and Remote Voting and the Scrutinizer report.

You are requested to take the above information in your records.

Thanking You,

Yours faithfully,

For Containerway International Limited

Salem Lakshmana Ganapathi

(Director) DIN: 01151727

**Encl: As Above** 

# **Voting Results**

Date of the AGM : September 24, 2021

Total number of shareholders on record date: 1024

No. of shareholders present in the meeting either in person or through proxy:

Promoters and Promoter Group: 0

Public: 0

No. of Shareholders attended the meeting through Video Conferencing.

Promoters and Promoter Group: 7

Public:34

# Agenda 1

To adopt Audited Financial Statements for the financial year ended 31st March.2021 and the Reports of the Board of Directors and Auditors thereon.

Resolution Required: (Ordinary/Special)		Ordinary						
•	omoter/ promotenthe the Agenda/ Res	•	No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstandi ng shares (3)=[(2)/ (1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/ (2)]*100	% of Votes against on votes polled (7)=[(5)/ (2)]*100
Promoter	E-Voting		0	0	0	0	0	0
and	Remote		1945300	100%	1945300	0	100	0
Promoter	Voting	1945300						
Group	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total	1945300	1945300	100	1945300	0	100	0
Public-	E-Voting		0					
Institutions	Remote Voting	0	0	0	0	0	0	0
	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total	0	0	0	0	0	0	0
Public-	E-Voting	31593	31592	100%	31592	0	100	0
Non	Remote		1	100%	1	0	100	0
Institutions	Voting							
	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total	31593	31593	100%	31593	0	100	0
Total		1976893	1976893	100	1976893	0	100	0

Agenda 2

To Re-appoint Ms. Jayashree Ganapathi (DIN: 01158489) as Director liable to retire by rotation.

	Resolution Required: (Ordinary/Special)		Ordinary					
Whether pro	omoter/ promote the Agenda/ Res	• .	No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstandi ng shares (3)=[(2)/ (1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/ (2)]*100	% of Votes against on votes polled (7)=[(5)/ (2)]*100
Promoter	E-Voting		0	0	0	0	0	0
and	Remote		1945300	100%	1945300	0	100	0
Promoter	Voting	1945300						
Group	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total	1945300	1945300	100	1945300	0	100	0
Public-	E-Voting		0					
Institutions	Remote Voting	0	0	0	0	0	0	0
	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total	0	0	0	0	0	0	0
Public-	E-Voting	31593	31592	100%	31592	0	100	0
Non Institutions	Remote Voting		1	100%	1	0	100	0
	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total	31593	31593	100%	31593	0	100	0
Total		1976893	1976893	100	1976893	0	100	0

# Agenda 3

To Re-appoint B. Aggarwal and Co., Chartered Accountants as the Statutory Auditors for a period of next 5 years i.e., till the conclusion of 38th Annual General Meeting.

Resolution F	Required:		Ordinary					
(Ordinary/S	pecial)							
Whether pro	omoter/ promote	r group						
Interested in the Agenda/ Resolution								
Category	Mode of	No. of	No. of	% of	No. of	No. of	% of	% of
	Voting	shares	votes	Votes	Votes -	Votes -	Votes in	Votes
		held	polled	Polled on	in	against	favour	against

		(1)	(2)	outstandi ng shares (3)=[(2)/ (1)]* 100	favour (4)	(5)	on votes polled (6)=[(4)/ (2)]*100	on votes polled (7)=[(5)/ (2)]*100
Promoter	E-Voting		0	0	0	0	0	0
and	Remote		1945300	100%	1945300	0	100	0
Promoter	Voting	1945300						
Group	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	(if applicable)							
	Total	1945300	1945300	100	1945300	0	100	0
Public-	E-Voting		0					
Institutions	Remote		0	0	0	0	0	0
	Voting	0						
	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total	0	0	0	0	0	0	0
Public-	E-Voting	31593	31592	100%	31592	0	100	0
Non	Remote		1	100%	1	0	100	0
Institutions	Voting							
	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total	31593	31593	100%	31593	0	100	0
Total		1976893	1976893	100	1976893	0	100	0

**Agenda 4**Subdivision of Equity shares from face value of Rs. 10 each to Face Value of Rs. 5 each

Resolution R (Ordinary/Sp	-		Special					
Whether pro	omoter/ promote the Agenda/ Res		No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstandi ng shares (3)=[(2)/ (1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/ (2)]*100	% of Votes against on votes polled (7)=[(5)/ (2)]*100
Promoter	E-Voting		0	0	0	0	0	0
and Promoter	Remote Voting	1945300	1945300	100%	1945300	0	100	0
Group	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total	1945300	1945300	100	1945300	0	100	0
Public-	E-Voting		0					
Institutions	Remote Voting	0	0	0	0	0	0	0

	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total	0	0	0	0	0	0	0
Public-	E-Voting	31593	31592	1	31592	0	100	0
Non	Remote		1	100%	1	0	100	0
Institutions	Voting							
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	(if applicable)							
	Total	31593	31593	100%	31593	0	100	0
Total		1976893	1976893	100	1976893	0	100	0

 $\label{eq:Agenda.5} \textbf{Alteration of Clause V i.e. Capital Clause of the Memorandum of Association of the Company.}$ 

Resolution R (Ordinary/Sp	•		Ordinary					
•	omoter/ promote the Agenda/ Res	•	No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstandi ng shares (3)=[(2)/ (1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/ (2)]*100	% of Votes against on votes polled (7)=[(5)/ (2)]*100
Promoter	E-Voting		0	0	0	0	0	0
and Promoter	Remote Voting	1945300	1945300	100%	1945300	0	100	0
Group	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total	1945300	1945300	100	1945300	0	100	0
Public-	E-Voting		0					
Institutions	Remote Voting	0	0	0	0	0	0	0
	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total	0	0	0	0	0	0	0
Public-	E-Voting	31593	31592	100%	31592	0	100	0
Non Institutions	Remote Voting		1	100%	1	0	100	0
	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total	31593	31593	100%	31593	0	100	0
Total		1976893	1976893	100	1976893	0	100	0

Shifting of the Registered Office from the State of West Bengal to the State of Delhi and Alteration of Memorandum of Association.

Agenda 6

Resolution Required: (Ordinary/Special)		Special Re	esolution					
•	omoter/ promotenthe the Agenda/ Res	• .	No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstandi ng shares (3)=[(2)/ (1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/ (2)]*100	% of Votes against on votes polled (7)=[(5)/ (2)]*100
Promoter	E-Voting		0	0	0	0	0	0
and	Remote		1945300	100%	1945300	0	100	0
Promoter	Voting	1945300						
Group	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total	1945300	1945300	100	1945300	0	100	0
Public-	E-Voting		0					
Institutions	Remote Voting	0	0	0	0	0	0	0
	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total	0	0	0	0	0	0	0
Public-	E-Voting	31593	31592	100%	31592	0	100	0
Non	Remote		1	100%	1	0	100	0
Institutions	Voting							
	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total	31593	31593	100%	31593	0	100	0
Total		1976893	1976893	100	1976893	0	100	0

# SHIVAM AGARWAL & ASSOCIATES

E31A First Floor Jawahar Park Laxmi Nagar New Delhi-110092 Mail: csshivamagarwal@gmail.com M.No:9873796405

To,
The Chairman

CONTAINERWAY INTERNATIONAL LIMITED
2A, Ganesh Chandra Avenue
Commerce House, 9th Floor, Room No 8A
Kolkata WB 700013

33<sup>rd</sup> Annual General Meeting (AGM) of the Equity Shareholders of Containerway International Limited held on Friday, September 24, 2021 by means of Video Conferencing CVC) I Other Audio Visual Means (OAVM) commenced at 11.00 a.m. (IST)

Sub: Passing of Resolution(s) through Electronic Voting pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended, the General Circulars No. 20/2020 dated May 5, 2020, read with Circulars dated April 8, 2020 and April 13, 2020 issued by the Ministry of Corporate Affairs (MCA) and in accordance with the Circular dated May 12, 2020 issued by the Securities and Exchange Board of India (SEBI) (collectively referred to as "Applicable Circulars")

Dear Sir,

I Shivam Agarwal (COP 17959) of Shivam Agarwal & Associates having its office at E- 31A First Floor Jawahar Park Laxmi Nagar Delhi-110092 appointed as Scrutinizer(s) by the Board of Directors of M/s Containerway International Limited as e Scrutinizer for the Remote E-voting process as well as to scrutinize the electronic voting (E-Voting) conducted during the Annual General Meeting Held on Friday, September 24, 2021 through OAVM (Other Audio Video Means) at 11:00 a.m. pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended by the Applicable Circulars, providing relaxation for the manner in which the AGM shall be held and conducted through VC or OAVM.

As mentioned in the Notice, the proceedings of the 33<sup>rd</sup> AGM will be deemed to be conducted at the Registered Office of the Company which shall be the deemed Venue of the AGM.

#### Report on Scrutiny:

• The Company had appointed Central Depository Securities Limited ('CDSL') as the Service Provider, for the purpose of providing the facility of Remote E-Voting to the Members of the Company and for E-voting during the AGM.

- Beetal Financial & Computer Services Private Limited are the Registrar and Share Transfer Agents ('RTA') of the Company.
- CDSL had provided a system for recording the votes of the Members electronically through Remote E-voting as well as E-voting conducted during the AGM on all the items of the business (both Ordinary and Special businesses) sought to be transacted in the 33<sup>rd</sup> AGM of the Company, which was held on Friday, September 24, 2021.
- CDSL had set up electronic voting facility on their website, https://www.evotingindia.com. The Company had uploaded all the items of the business to be transacted at the 33<sup>rd</sup> AGM on its and on CDSL website and also on the websites of BSE Limited (Stock Exchanges where the Equity Shares of the Company are listed), to facilitate their Members to cast their vote through Remote E-Voting.
- The Management of the Company is responsible for ensuring compliance with the requirements of the Act and the Rules there under and SEBI Listing Regulations.
- My responsibility as the Scrutinizer of the voting process (through E-voting), was restricted to scrutinize the E-voting process (Remote E-voting and E-voting during the 33<sup>rd</sup> AGM), in a fair and transparent manner and to prepare a Scrutinizer's Report of the votes cast in favour and against the resolutions stated in the Notice, based on the reports generated from the E-voting system provided by CDSL.
- The internal cut-off date for the dispatch of the Notice of the AGM was August 28, 2021 and as on that date, there were 1024 Members of the Company. As mentioned in the Applicable Circulars, RTA had sent the Notices of the AGM along with Annual Report for the Financial Year 2020-21 and Evoting details by email those shareholders whose email IDs were made available by the Depositories. For those Members, whose email IDs were not available, or held in physical form, who had not registered their email IDs with the RTA the Notices could not be sent. The Company had advertised in the newspapers, asking those Members who have not provided their email IDs to do so and to the extent, details were provided by the Members were considered for sending the Notice of the 33<sup>rd</sup>AGM. The Notices sent through email contained the detailed procedure to be followed by the Members who were desirous of casting their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and as provided in the Applicable Circulars.
- The Cut-off date for the purposes of identifying the Members who were entitled to vote on the resolutions placed for approval of the Members was Friday, September 17, 2021.
- As prescribed in the aforesaid Rules, the Remote E-Voting facility was kept open for 3 (Three) days from Tuesday, September 21, 2021 at 10.00 A.M. to Thursday, September 23, 2021 at 5.00 P.M.
- The Company completed the dispatch of the notices by email to the Members on August 28, 2021.
- As prescribed in clause (v) of sub rule 4 of the Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company also released an advertisement, which was published 21 days before the date of the 33<sup>rd</sup>AGM in English in 'Business Standard' newspaper having countrywide circulation on August 30th, 2021 and in Bengali in 'Sukhabar' on August 29, 2021. The notice

published in the newspaper carried the required information as specified in Sub Rule 4(v) (a) to (h) of the said Rule 20.

- At the end of the voting period on Thursday, September 23, at 5.00 P.M., the voting portal of the CDSL, service provider was blocked forthwith.
- At the 33<sup>rd</sup> AGM of the Company held through VC, on Friday, September 24, 2021, after considering all the items of businesses, the facility to vote electronically (E-voting) was provided to facilitate those members who are attending the 33<sup>rd</sup> AGM through VC.
- On Friday, September 24, 2021, after tabulating the votes cast electronically by the system provided by CDSL, the votes cast through Remote E-Voting facility and E-voting during the 33<sup>rd</sup> AGM were duly unblocked by me as a Scrutinizer After the voting by electronic means the votes cast through Remote E-voting process was tabulated for the purpose of considering the total votes cast by the shareholders through both ways.

Thereafter, I as a Scrutinizer duly compiled details of the Remote E-Voting carried out by the Members and the E-voting during the AGM, the details of which are as follows: The results of the Remote E-voting together with the e-voting conducted during the 33<sup>rd</sup> AGM are as under:

Details	Remote E Voting	E Voting at AGM	Total Voting			
Number of members who cast their votes	52	1	53			
Total number of Shares held by them	1976892	1	1976893			
Valid votes	As per details provided under each one of the Resolution mentioned hereunder.					
Abstained less voted	As mentioned under each of the Resolution.					
Invalid Votes	NIL					

Note: 1. Percentage of votes cast in favour or against the resolutions is calculated based on the Valid Votes cast through Remote E-Voting and through electronic voting at the AGM.



#### A) ORDINARY BUSINESS:

#### 1) Item No. 1 of the Notice

To adopt Audited Financial Statements for the financial year ended 31st March.2021 and the Reports of the Board of Directors and Auditors thereon.

(i) Voted in Favour the resolution

Mode of Voting	Number of Member Voted	Number of Votes Cast (Shares)	% of total number of valid votes cast
Remote E Voting	52	1976892	100%
E Voting at AGM	1	1	100%

(ii) Voted against the resolution.

Mode of Voting	Number of Member Voted	of	Number of Votes Cast (Shares)	% of total number of valid votes cast
Remote E Voting	0		0	0
E Voting at AGM	0		0	0

(iii) Invalid Votes

Mode of Voting	Number of Member Voted	Number of Votes Cast (Shares)	% of total number of valid votes cast
Remote E Voting	0	0	0
E Voting at AGM	0	0	0

Item 1 of Notice stands PASSED with the requisite majority

## 2) Item No. 2 of the Notice

To Re-appoint Ms. Jayashree Ganapathi (DIN: 01158489) as Director liable to retire by rotation.

(i) Voted in Favour the resolution

Mode of Voting	Number of Member Voted	Number of Votes Cast (Shares)	% of total number of valid votes cast
Remote E Voting	52	1976892	100%
E Voting at AGM	1	1	100%

(ii) Voted against the resolution.

Mode of Voting	Number of Member Voted	Number of Votes Cast (Shares)	% of total number of valid votes cast
Remote E Voting	0	0	0

E Voting at AGM	0	0	0

(i) Invalid Votes

Mode of Voting	Number of Member Voted	Number of Votes Cast (Shares)	% of total number of valid votes cast
Remote E Voting	0	0	0
E Voting at AGM	0	0	0

Item 2 of Notice stands PASSED with the requisite majority.

#### 3) Item No. 3 of the Notice

To Re-appoint B. Aggarwal and Co., Chartered Accountants as the Statutory Auditors for a period of next 5 years i.e., till the conclusion of 38th Annual General Meeting.

(iii) Voted in Favour the resolution

Mode of Voting	Number of Member Voted	Number of Votes Cast (Shares)	% of total number of valid votes cast
Remote E Voting	52	1976892	100%
E Voting at AGM	1	1	100%

(iv) Voted against the resolution.

Mode of Voting	Number of Member Voted	Number of Votes Cast (Shares)	% of total number of valid votes cast
Remote E Voting	0	0	0
E Voting at AGM	0	0	0

(ii) Invalid Votes

Mode of Voting	Number of Member Voted	Number of Votes Cast (Shares)	% of total number of valid votes cast
Remote E Voting	0	0	0
E Voting at AGM	0	0	0

Item 3 of Notice stands PASSED with the requisite majority.

# B) SPECIAL BUSINESS:

4) Item No. 4 of the Notice

Subdivision of Equity shares from face value of Rs. 10 each to Face Value of Rs. 5 each.

(i) Voted in Favour the resolution

Mode of Voting	Number of Member Voted	Number of Votes Cast (Shares)	% of total number of valid votes cast
Remote E Voting	52	1976892	100%



E Voting at AGM	1	1	100%

(ii) Voted against the resolution.

Mode of Voting	Number of Member Voted	f Number of Votes Cast (Shares)	% of total number of valid votes cast
Remote E Voting	0	0	0
E Voting at AGM	0	0	0

(iii) Invalid Votes.

Mode of Voting	Number of Member Voted	Number of Votes Cast (Shares)	% of total number of valid votes cast
Remote E Voting	0	0	0
E Voting at AGM	0	0	0

Item 4 of Notice stands PASSED with the requisite majority.

# 5) Item No. 5 of the Notice

Alteration of Clause V i.e. Capital Clause of the Memorandum of Association of the Company.

(i) Voted in Favour the resolution

Mode of Voting	Number of Member Voted	Number of Votes Cast (Shares)	% of total number of valid votes cast
Remote E Voting	52	1976892	100%
E Voting at AGM	1	1	100%

(ii) Voted against the resolution.

Mode of Voting		Number of Votes Cast (Shares)	% of total number of valid votes cast
Remote E Voting	0	0	0
E Voting at AGM	0	0	0

(i) Invalid Votes

Mode of Voting	Number of Member Voted	Number of Votes Cast (Shares)	% of total number of valid votes cast
Remote E Voting	0	0	0
E Voting at AGM	0	0	0

Item 5 of Notice stands PASSED with the requisite majority.

## 6) Item No. 6 of the Notice

Shifting of the Registered Office from the State of West Bengal to the State of Delhi and Alteration of Memorandum of Association.

(i) Voted in Favour the resolution

Mode of Voting	Number Member Voted	of	Number of Votes Cast (Shares)	% of total number of valid votes cast
Remote E Voting	52		1976892	100%
E Voting at AGM	1		1	100%

(ii) Voted against the resolution.

Mode of Voting Number of Number of Votes			0/ of total number	
Mode of Voting	Number Member Voted	Oī	Cast (Shares)	of valid votes cast
Remote E Voting	0		0	0
E Voting at AGM	0		0	0

(i) Invalid Votes

Mode of Voting	Number of Member Voted	Number of Votes Cast (Shares)	% of total number of valid votes cast
Remote E Voting	0	0	0
E Voting at AGM	0	0	0

Item 6 of Notice stands PASSED with the requisite majority.

All the 6 (Six) Resolutions mentioned in the Notice of 33<sup>rd</sup> AGM dated August 27, 2021 as per the details above attached stand PASSED under Remote E-voting and E-voting conducted during the 33<sup>rd</sup> AGM with the requisite majority and hence deemed to be passed as on the date of the AGM.

I hereby confirm that I am maintaining the soft copy of the Registers received from the CDSL, the Service Provider in respect of the votes cast through Remote E-Voting and E-voting conducted during the 33<sup>rd</sup> AGM by the Members of the Company. All other relevant records relating to Remote E-voting and E-voting is under my safe custody and will be handed over to the Company Secretary for safe keeping, after the Chairman signs the Minutes.

For Shivam Agarwal & Associates

Company Secretary

ACS Shivam Agarwal Cop. 17959

COP No. 17959

UDIN: A049447C001002740 Pate: September 24, 2021

Place: New Delhi